



FORM No. MGT-13
Report of Scrutinizer

To
The Chairman
APOLLO MICRO SYSTEMS LIMITED
CIN: L72200TG1997PLC026556
Registered Office:-
Plot No.: 128/A, Road No.: 12, BEL Road,
IDA Mallapur, Uppal Mandal, Hyderabad, Rangareddi,
Telangana, India – 500076

Twenty Third (23rd) Annual General Meeting ("AGM") of the Members of APOLLO MICRO SYSTEMS LIMITED ("the Company") held on Friday the 25th September, 2020 at 11:00 A.M. (IST) through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

Dear Sir,

I, Datla Venkatesh, Practicing Company Secretary (CP No.14074), appointed as Scrutinizer by the Board of Directors of APOLLO MICRO SYSTEMS LIMITED (the "Company") for the purpose of scrutinizing the remote e-voting and electronic voting (e-voting) at the 23rd Annual General Meeting (AGM) of the Company pursuant to Section 108 of the Companies Act, 2013 (the "Act") read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended (the "Rules") and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("Listing Regulations") and Circular dated May 12, 2020 issued by SEBI and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No. 20/2020 dated May 05, 2020 read with Circular no. 17/2020 dated April 13, 2020 and Circular No. 14/2020 dated April 8, 2020 ("MCA Circulars"), in respect of the resolutions proposed at the 23rd AGM of the Equity Shareholders of the Company held on Friday, 25th September 2020 by means of Video Conferencing (VC) / Other Audio Visual Means (OAVM), submit my report as under:

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder including MCA Circulars and Listing Regulations relating to voting through electronic means by remote e-voting and e-voting at the AGM by the Shareholders on the resolutions proposed in the Notice of the 23rd AGM of the Company is the responsibility of the management of the Company. My responsibility as a Scrutinizer is to ensure that the remote e-voting and e-voting at the AGM are conducted in a fair and transparent manner and render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited.
2. The AGM Notice dated August 29, 2020, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Shareholders whose email addresses are

D. Venkatesh





registered with the Company/Depositories, in compliance with the MCA Circulars and SEBI Circular.

3. In accordance with the Notice of the 23rd AGM sent to the Shareholders and the 'Advertisement' published on Thursday, the September 03, 2020 pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 as amended, the remote e-voting was opened at 9:00 A.M. on Tuesday, September 22, 2020 and remained open up to 5:00 P.M. on Thursday, 24, 2020.
4. The Company had appointed Central Depository Services (India) Limited as the Service Provider for voting through electronic means by the shareholders (both remote e-voting and e-voting at the AGM).
5. The Equity Shareholders holding shares as on September 18, 2020, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 23rd AGM of the Company.
6. The voting at the AGM was allowed by using electronic voting system, on the resolutions on which the voting is to be held. The said voting system was provided to all those Shareholders who attended the AGM through VC/OAVM, but have not cast their votes by availing the remote e-voting facility. As per the information provided by Central Depository Services (India) Limited, the name of the Shareholders who had already voted through remote e-voting facility was blocked for voting at the AGM.
7. The votes cast by e-voting at the meeting were first counted electronically.
8. The votes on remote e-voting were freezed, after conclusion of voting at the AGM and the e-voting results/list of Shareholders who have voted for and against were downloaded from the e-voting website of Central Depository Services (India) Limited and the same are being handed over to the Chairman.

Date of AGM	25-September-2020
Total Number of shareholders on Record date	37211
No. of shareholders present in the meeting either in person or through proxy:	
Promoter and Promoter Group	N.A.
Public	N.A.
No. of shareholders attended the meeting through video conferencing:	
Promoter and Promoter Group	01
Public	36

9. For the total votes cast in favor or against all the resolutions proposed in the Notice of the AGM, refer Annexure-I.

Date: September 27, 2020

Place: Hyderabad



DATLA VENKATESH
CP. No.: 14074

UDIN: A036504B000785010

(A) RESOLUTION NO.: 1

To receive, consider and adopt the Audited Financial Statement of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors and the Auditors thereon.

Resolution required :(Ordinary / Special)					Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter & Promoter Group	E-VOTING	13271700	13271700	100.00	13271700	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	13271700	13271700	100.00	13271700	0	100.00	0.00
Public - Institutions	E-VOTING	1707642	1707624	100.00	1707624	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	1707642	1707624	100.00	1707624	0	100.00	0.00
Public-Non Institutions	E-VOTING	5784544	107244	1.85	107232	12	99.99	0.01
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	5784544	107244	1.85	107232	12	99.99	0.01
TOTAL		20763886	15086568	72.66	15086556	12	100.00	0.00

The above Ordinary Resolution as contained in the notice of the 23rd AGM of the Company dated August 29, 2020 has been passed with requisite majority

D. Venkatesh

D. VENKATESH
CP:14074
COMPANY SECRETARY

(B) RESOLUTION NO.: 2

To declare the Final dividend on the Equity shares for the financial year 2019-20.

Resolution required :(Ordinary / Special)					Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution					No			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter & Promoter Group	E-VOTING	13271700	13271700	100.00	13271700	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	13271700	13271700	100.00	13271700	0	100.00	0.00
Public - Institutions	E-VOTING	1707642	1707624	100.00	1707624	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	1707642	1707624	100.00	1707624	0	100.00	0.00
Public-Non Institutions	E-VOTING	5784544	107244	1.85	107232	12	99.99	0.01
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	5784544	107244	1.85	107232	12	99.99	0.01
TOTAL		20763886	15086568	72.66	15086556	12	100.00	0.00

The above Ordinary Resolution as contained in the notice of the 23rd AGM of the Company dated August 29, 2020 has been passed with requisite majority.




(C) RESOLUTION NO.: 3:

To appoint a Director in place of Mrs. Sri Lakshmi Reddy Vangeti [DIN 02757567], who retires by rotation and, being eligible, offers herself for re-appointment

Resolution required :(Ordinary / Special)					Ordinary Resolution			
Whether promoter/promoter group are interested in the agenda/resolution					Yes (Srilakshmi Reddy Vangeti)			
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes in favor	No. of Votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
		(1)	(2)		(4)	(5)		
Promoter & Promoter Group	E-VOTING	13271700	13271690 *	100.00	13271690	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	13271700	13271690	100.00	13271700	0	100.00	0.00
Public - Institutions	E-VOTING	1707642	1707624	100.00	1707624	0	100.00	0.00
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	1707642	1707624	100.00	1707624	0	100.00	0.00
Public-Non Institutions	E-VOTING	5784544	107244	1.85	106351	893	99.17	0.83
	POLL	0	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	0	0	0.00	0	0	0.00	0.00
	TOTAL	5784544	107244	1.85	106351	893	99.17	0.83
TOTAL		20763886	15086568	72.66	15085675	893	99.99	0.01

*The votes cast by Mrs. Sri Lakshmi Reddy Vangeti were excluded, as she is interested party.

The above Ordinary Resolution as contained in the notice of the 23rd AGM of the Company dated August 29, 2020 has been passed with requisite majority.

I hereby confirm that, I am maintaining the Registers received from the Service Provider electronically in respect of the votes cast through remote e-voting and e-voting at the AGM.

I shall be arranging to handover these records to the Chairman of the 23rd AGM of the Company or any other person as authorized by the Chairman, after confirmation and signing of the minutes of the Meeting.

Date: September 27, 2020

Place: Hyderabad



DATLA VENKATESH
CP. No.: 14074